



GEORGETOWN UNIVERSITY LAW CENTER
INSTITUTE FOR PUBLIC REPRESENTATION

Hope M. Babcock
Angela J. Campbell
David C. Vladeck
Directors
Eric D. Albert
Karen Henein+*
Richard McKewen
Jennifer L. Prime+**
Kristi M. Smith
Staff Attorneys

600 New Jersey Avenue, NW, Suite 312
Washington, DC 20001-2075
Telephone: 202-662-9535
TDD: 202-662-9538
Fax: 202-662-9634

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Via Electronic Filing

Ms. Marlene H. Dortch, Secretary
Federal Communications Commission
445 12th Street, S.W., TW-A325
Washington, D.C. 20554

**RE: In The Matter Of Carriage Of The Transmissions Of Digital Television
Broadcast Stations -- CS Docket No. 98-120
Second Periodic Review of the Commission's Rules and Policies Affecting the
Conversion to Digital Television, MB Docket No. 03-15
Standardized and Enhanced Disclosure Requirements for Television Broadcast
Licensee Public Interest Obligations, MM Docket No. 00-168**

Dear Ms. Dortch:

Pursuant to section 1.1206(b)(2) of the Commission's rules, we hereby submit this notice regarding an *ex parte* meeting in the above referenced proceeding.

On January 27, 2005, representatives of the Public Interest, Public Airwaves Coalition met with Commissioner Jonathan S. Adelstein and his legal advisors, Johanna Mikes Shelton and Eric Bash. Attending the meeting were Meredith McGehee, Alliance for Better Campaigns; Gloria Tristani, Office of Communication of the United Church of Christ, Inc.; Celia Wexler and James Benton, Common Cause; Jeff Chester, Center for Digital Democracy; and Karen Henein and Garson Fischer, Institute for Public Representation at Georgetown University Law Center.

The representatives discussed the importance of linking public interest obligations for broadcasters to any possible multicast must-carry vote. They also discussed possible repercussions if the FCC votes to either support or deny reconsideration of multicast must-carry, or whether the vote should be delayed.

In accordance with FCC rules, this notice is being filed electronically in the above referenced dockets. If you have any questions regarding this filing, please do not hesitate to contact me at (202) 662-9545.

Respectfully Submitted,

/s/

Karen Henein